

Exhibit 107

STRANGE SUSPENSE STORIES

12¢
AUGUST

COLLECTOR'S
EDITION

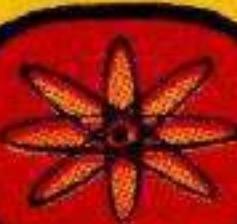
STRANGE SUSPENSE STORIES

Presenting

CAPTAIN ATOM

APPROVED
BY THE
COMICS
CODE
C.C.
AUTHORITY

THE
ORIGINAL
STORY IS
BACK BY
POPULAR
REQUEST



I
13

CAPTAIN ATOM
FIGHTS THE
NIGHTMARE
WORLD OF
"THE LITTLE WANDERER"

BEAUTY OR MONSTER??
CAPTAIN ATOM FACES DEFEAT IN
"VICTORY FOR VENUS"

CAPTAIN ADAM, U.S. AIR FORCE TEST PILOT, WAS AT THE CONTROLS OF THE NEWEST, FASTEST SPACE TRAVELING ROCKET-POWERED PLANE IN THE WORLD!



THE COUNTDOWN CAME OVER THE SPEAKERS... THREE
...TWO...ONE...ZERO...



ACCELERATION WAS FANTASTIC... 1000 MPH IN 3 SECONDS!



6,000 MPH IN 10 SECONDS... ALTITUDE 400 MILES IN LITTLE MORE THAN HALF A MINUTE! UP, UP, FAR OUT WHERE SPACE BEGINS... THAT'S WHERE THE SABOTEUR PLOTTED...

CAPTAIN ATOM

THE WRECK OF X-44

WE ARE TRACKING YOU, CAPTAIN ADAM! CAN YOU READ OUR SIGNAL?

BLAM

LOUD AND CLEAR, SIR! BUT I AM IN TROUBLE...

SATURN



WHAT'S THAT, CAPTAIN?
WHAT KIND OF TROUBLE?

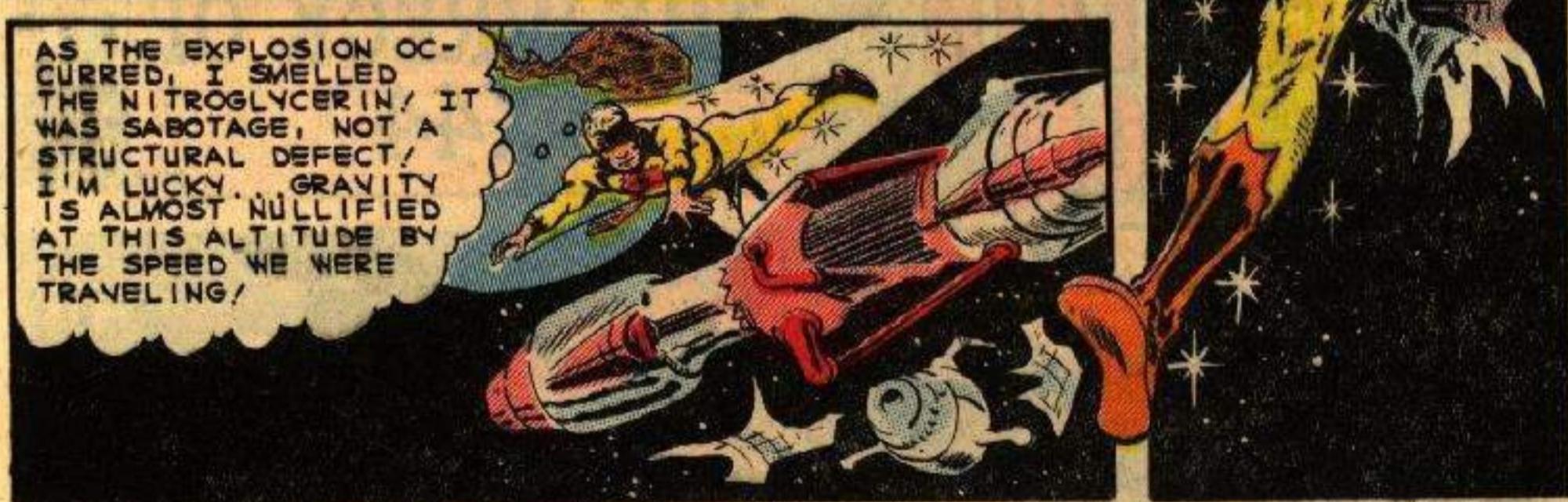


THE EXPLOSION
THAT SHATTERED
X-44 ONLY STUNNED
CAPT. ADAM, U.S.
A.F., BECAUSE
CAPTAIN ADAM HAD
ONCE BEEN COM-
PLETELY DESTROY-
ED IN A MORE
POSITIVE MAN-
NER! AND AT
THE INSTANT
THE EXPLO-
SION OCCURRED,
CAPT. ADAM BE-
CAME CAPTAIN
ATOM, THE INDE-
STRUCTIBLE MAN!

CAPTAIN ADAM
FROM SPACE CON-
TROL! COME IN
PLEASE! SPACE
CONTROL CALL-
ING CAPTAIN
ADAM!



AS THE EXPLOSION OC-
CURRED, I SMELLED
THE NITROGLYCERIN. IT
WAS SABOTAGE, NOT A
STRUCTURAL DEFECT!
I'M LUCKY. GRAVITY
IS ALMOST NULLIFIED
AT THIS ALTITUDE BY
THE SPEED WE WERE
TRAVELING!



THE DEBRIS... EVERY PIECE... IS TRAV-
ELING THE SAME PATH! I MAY BE ABLE
TO ASSEMBLE ALL OF IT... TO LEARN
EXACTLY WHAT HAPPENED!

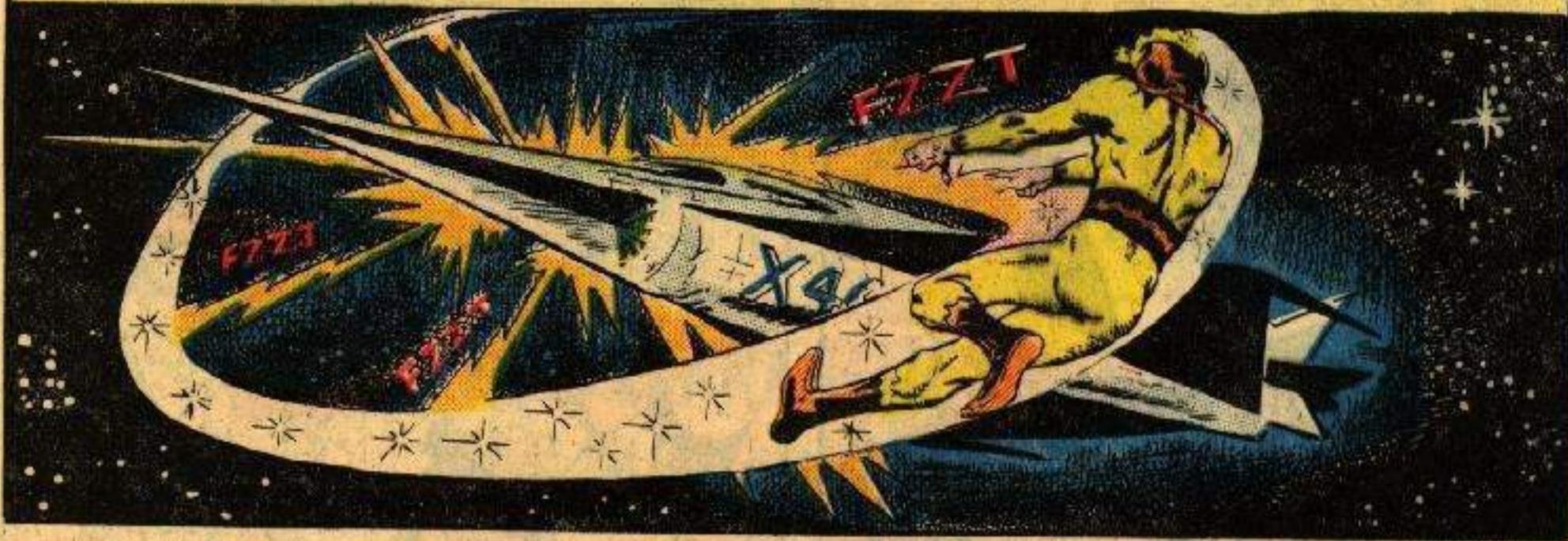


THE INCREDIBLE SPACE MAN RETRIEVED
THE METAL SCRAPS... THE ROCKET EN-
GINE... THE BURNED OUT FUEL CON-
TAINER, AND HE MOLDED AND BENT
THEM BACK INTO A SEMBLANCE OF THEIR
FORMER SHAPE!

IT'S NOT AS PRETTY
AS IT WAS AT TAKE-OFF TIME... BUT
IT WILL DO, NOW, TO APPLY HEAT
TO WELD IT INTO ONE SOLID UNIT
AGAIN!



CAPTAIN ATOM HAD TO USE ALL HIS POWER... TO SURVIVE IN SPACE... TO FLY THROUGH SPACE AT 100,000 MPH... TO SUBSIST WITHOUT AIR TO BREATHE OR FOOD TO EAT... AND TO HURL FIERY RAYS GREAT ENOUGH TO MELT ANY METAL KNOWN TO MAN! HE USED HALF-POWER TO DIRECT HEAT AT THE WRECKED X-44!



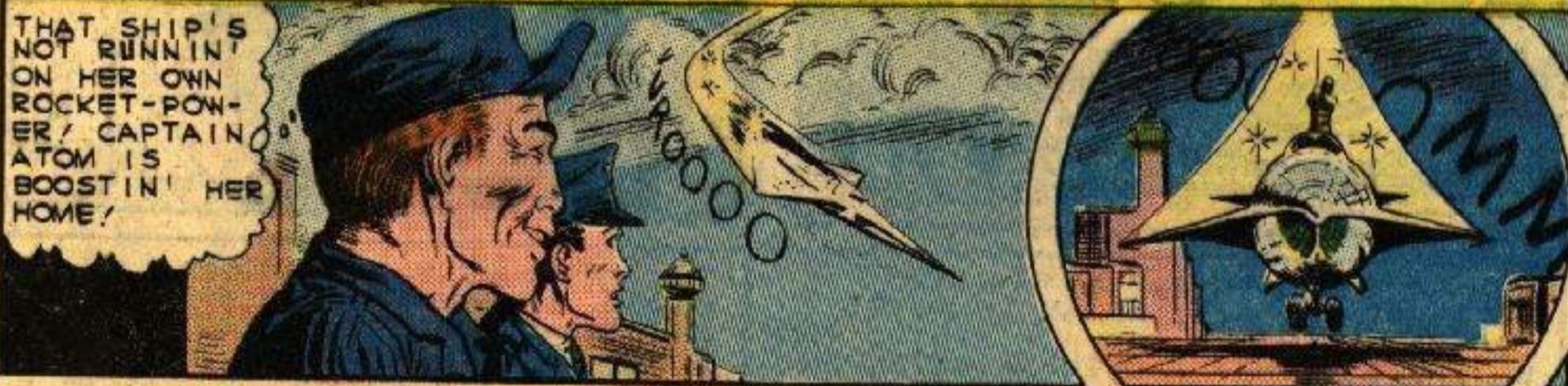
NOW TO RETURN TO SPACE CONTROL WITH THE WRECKAGE! I'LL GUIDE IT DOWN! IT COULDN'T GET BACK UNDER ITS OWN POWER ANYHOW... FUEL SUPPLY EXHAUSTED!



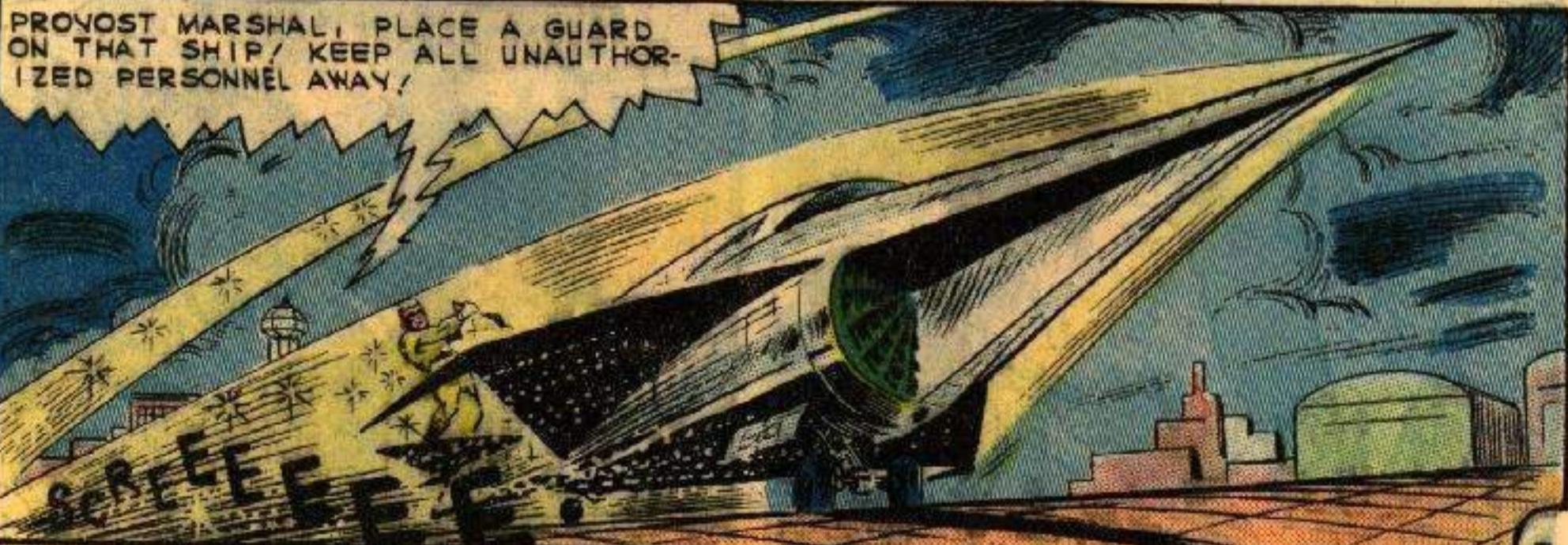
SPACE CONTROL TO CAPT. ADAM! COME IN PLEASE!



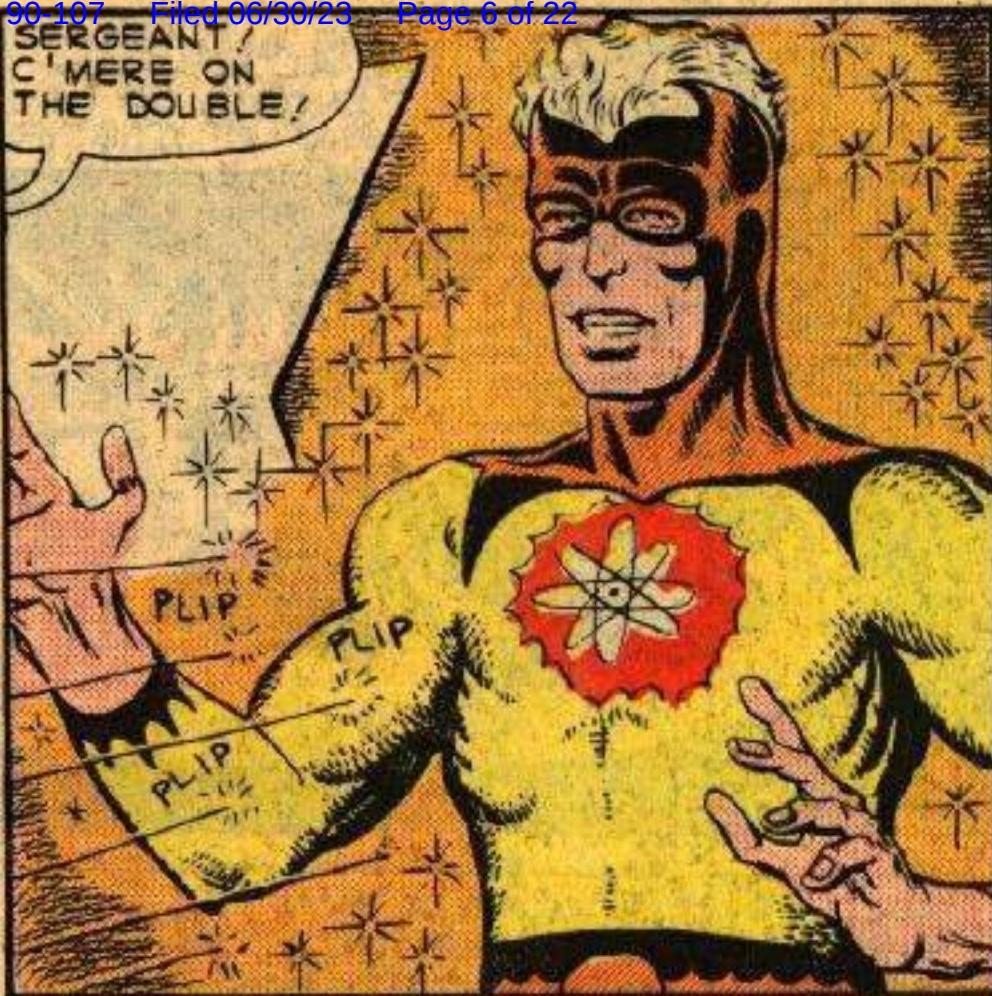
POWERFUL RADAR ON THE GROUND HAD REPORTED THE EXPLOSION AND THE DISINTEGRATION OF X-44! AMAZED OPERATORS "SAW" THE EXPERIMENTAL SHIP RE-SHAPE ITSELF... AND TURN TO COME BACK TO LAND!



PROVOST MARSHAL, PLACE A GUARD ON THAT SHIP! KEEP ALL UNAUTHORIZED PERSONNEL AWAY!



A YOUNG AIR POLICE GUARD RUSHED OUT AS ORDERED . . . SAW A STRANGE, NON-AIR FORCE FIGURE NEAR THE TAIL AND OPENED FIRE!



TOO BAD HE
SAW ME!
HE'LL NEVER
GET ANYONE TO
BELIEVE HIS
STORY!

SERGEANT, HE WAS RIGHT THERE! I FIRED FIFTY SLUGS RIGHT AT HIM . . . NOT ONE OF THEM MISSED!



CAPTAIN ATOM QUICKLY MADE THE TRANSITION FROM SPACE BEING TO AIR FORCE TEST PILOT . . . AND STROLLED BACK TOWARD X-44!

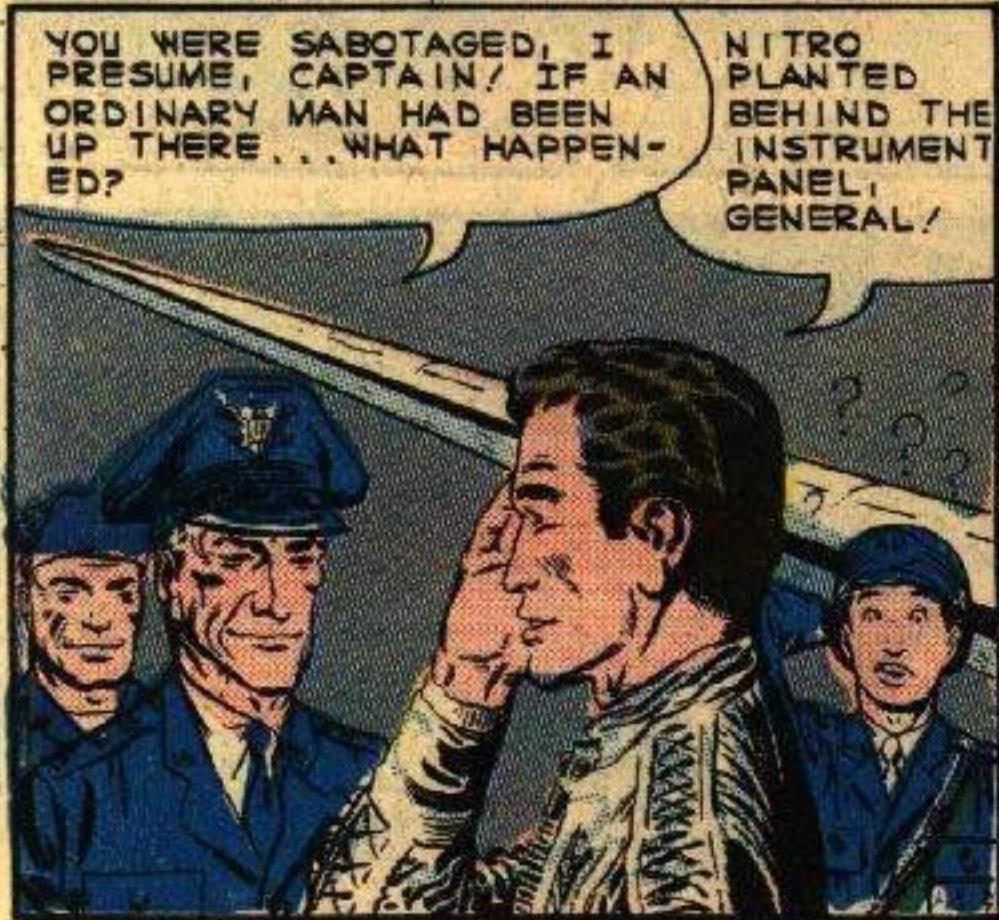
BACK OFF, SIR!
YOU CAN'T APPROACH THIS SHIP!

I'M THE TEST PILOT,
AIRMAN! AND DON'T FIRE THAT THING AT ME AGAIN!



YOU WERE SABOTAGED, I PRESUME, CAPTAIN! IF AN ORDINARY MAN HAD BEEN UP THERE . . . WHAT HAPPENED?

NITRO PLANTED BEHIND THE INSTRUMENT PANEL, GENERAL!



THE INSTRUMENT PANEL? GERALD MUDGE, AN ELECTRONICS SPECIALIST, CHECKED THAT AREA! WHERE IS HE? I SAW HIM A MOMENT AGO . . .

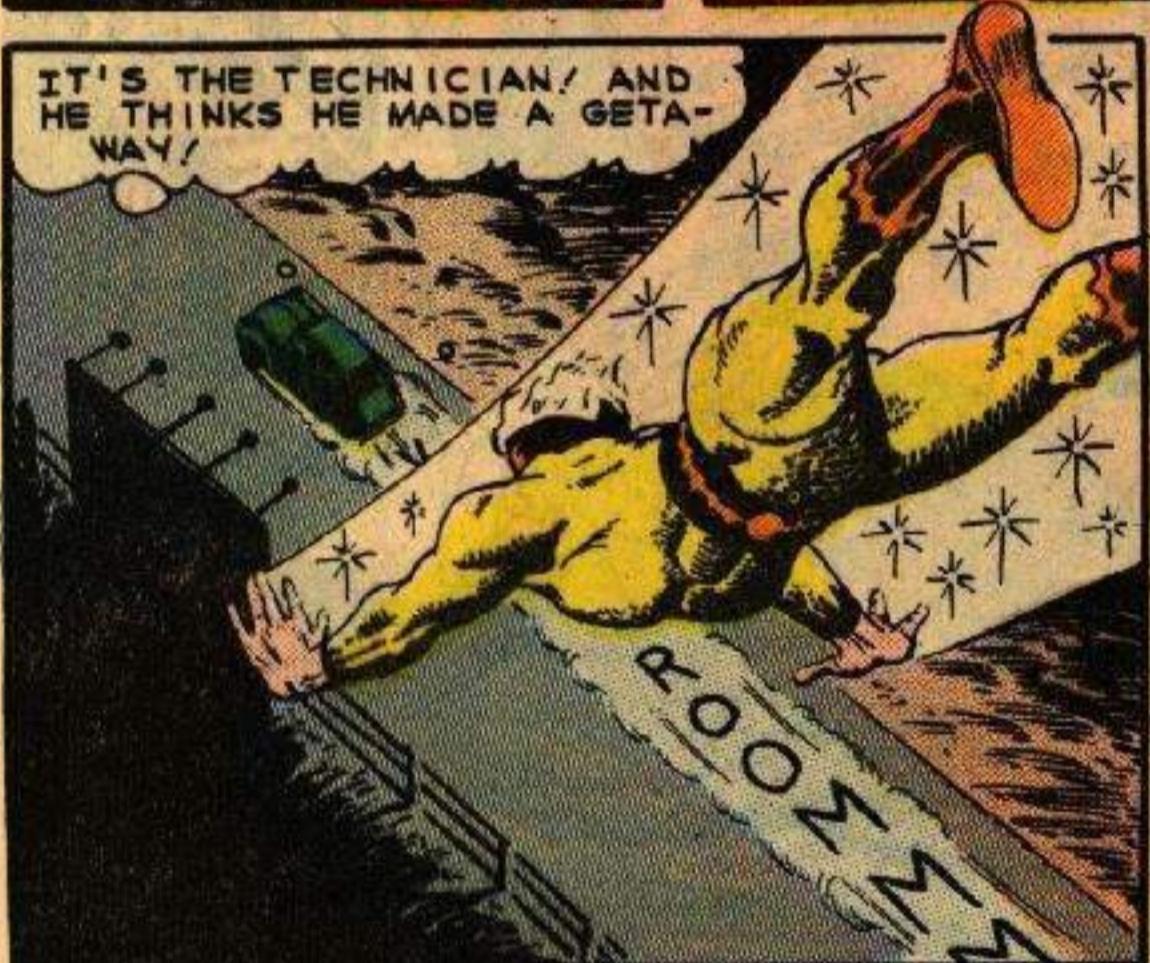


MUDGE, A HIGHLY TRAINED SPECIALIST IN DESTRUCTION, WASN'T LINGERING. HE RACED AWAY FROM THE BASE AT TERRIFIC SPEED!

HE LEFT THE TESTING AREA! MUDGE IS RUNNING AWAY!



IT'S THE TECHNICIAN! AND HE THINKS HE MADE A GETAWAY!



SUDDENLY, GERALD MUDGE SAW A FIERY STREAK AHEAD... SMELLED BURNING OZONE... AND CAPTAIN ATOM LANDED SQUARELY IN THE MIDDLE OF THE ROAD!

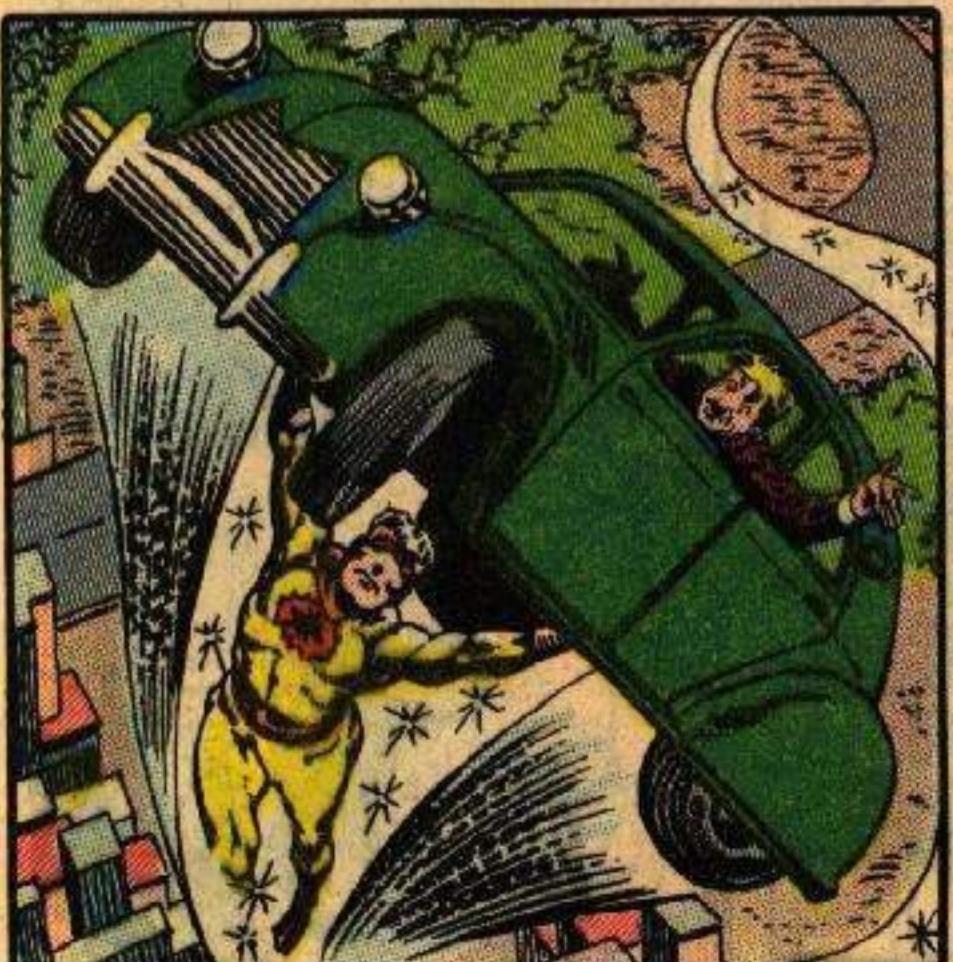
NO! IT CAN'T BE!



LATER... AFTER GERALD MUDGE HAD CONFESSIONED AND THE OTHERS IN HIS SPY APPARATUS HAD BEEN TAKEN!

THEY'RE ALL PUZZLED, SIR, THE MECHANICS AND TECHNICIANS! CAN'T TAKE IT APART... CAN'T CUT THE METAL!

WHEN I RAYED HEAT AT IT TO REWELD IT, I GUESS I USED TOO MUCH! OH, WELL, THE NEXT SHIP WILL BE BETTER, RIGHT, GENERAL?



CAPTAIN ATOM

THE LITTLE WANDERER

CAPTAIN ADAMS, U.S.A.F., NUCLEAR GENIUS, CELESTIAL AUTHORITY, AN EXPERT ON THE ART OF ATOMIC WAR, HAD A PROBLEM... ONE THAT BEGAN IN SMEEDVILLE, GEORGIA, AND HAD IT'S CONCLUSION IN A GALAXY BEYOND THE BORDERS OF MAN'S CELESTIAL CHARTS! OUT WHERE A SMALL BOY RODE ON THE WINGS OF A NIGHTMARISH CREATURE -- THAT COULD NOT EXIST -- AND DID!



6556

THE ENTIRE FANTASTIC EPISODE WHEN CAPT. ADAMS... WHO OFTEN CRUISED THE GALAXIES AS CAPTAIN ATOM... WENT WITH SGT. GUNNER GOSLIN TO THE SERGEANT'S HOME IN GEORGIA...

BILLY'S BEEN DREAMIN' LATELY, CAPTAIN! AND MY WIFE IS WORRIED! SAYS MY SON TELLS WEIRD STORIES WHEN HE WAKES UP! STORIES ABOUT THE STARS...

INTERESTING! THE BOY'LL PROBABLY BE A SPACE PILOT WHEN HE GROWS UP, SERGEANT!

JEFF, WE'VE GOT TO DO SOMETHING! HE'S BEEN ASLEEP FOR TWO DAYS NOW!



Steve
Ditko



WAKE UP, BILLY!
YOU HEAR ME,
SON?

THIS IS THE LONGEST
TIME HE'S SLEPT YET,
CAPTAIN!

GO ON, LUCA! TO
THAT BRIGHT
ONE OVER
THERE!

WHEN DID THESE
DREAMS START?

Dreams
of
birds

BILLY TOLD ME ABOUT THE FIRST
ONE HE HAD, CAPTAIN! ABOUT
A BIG BIRD THAT CAME FOR
HIM... RIGHT THROUGH THE
WINDOW! TOOK HIM FOR A
RIDE UP TO THE MOON HE
SAID, THE CRAZY KID!

HE TOLD ME ABOUT
THE DARK SIDE
OF THE MOON
AND I DES-
CRIBED IT
TO YOU!

THE
DESCRIPTION
WAS ACCU-
RATE, GUNNER!
AT THE TIME, I
WONDERED IF
IT WAS A
COINCIDENCE!

YOU... YOU DON'T BELIEVE
THAT HE TRAVELS IN SPACE
IN HIS DREAMS?
HE'S RIGHT THERE
IN BED, AIN'T HE?

HE MAY
BE
HERE
AND OUT
THERE TOO,

GUNNER! I INTEND
TO FIND OUT!

I DON'T KNOW HOW LONG I'LL
BE GONE! BUT DON'T WORRY
ABOUT THE BOY... HE'LL
BE ALL RIGHT!



UP, UP, THE HUMAN MISSILE
SPED, ACCELERATING TO
24,000 MPH, PAST
STARTLED AIRLINE
PILOTS...



DON'T CRY, HON!
CAPTAIN ATOM'LL
FIND OUT WHAT'S
WRONG WITH
OUR BOY!



CAN SPACE BE
POPULATED?
I GET HEAT
RAY IMPULSES...
SOME LIVING
THING IS IN
THIS GALAXY!



WHATEVER IT IS, THE THING IS GETTING CLOSER! COMING IN TO ATTACK! IF I TURN, OR LOOK BACK, IT MAY RUN! SO I'VE GOT TO PRETEND...



THE SPACE-BIRD AND HIS HUMAN
PASSENGER ARROWED TOWARD
THE STRICKEN CREATURE AND
CAPTAIN ATOM ...

THERE'S LITTLE
BILLY NOW... RIDING
A SIMILAR CREATURE!



YOUR FRIEND WILL RETURN TO YOU NOW, BILLY!
I'LL TALK TO YOU AND YOUR PARENTS AS
SOON AS YOU AWAKEN IN YOUR OWN ROOM!
FAREWELL, LOGA, WE WILL MEET
AGAIN!

BILLY, YOU'VE BEEN GONE IN THIS
DREAM TOO LONG! YOUR
PARENTS ARE WORRIED
ABOUT YOU!

I TRIED TO TELL
MOM, BUT SHE DIDN'T
BELIEVE IN THIS! IT
IS REAL, ISN'T IT, SIR?

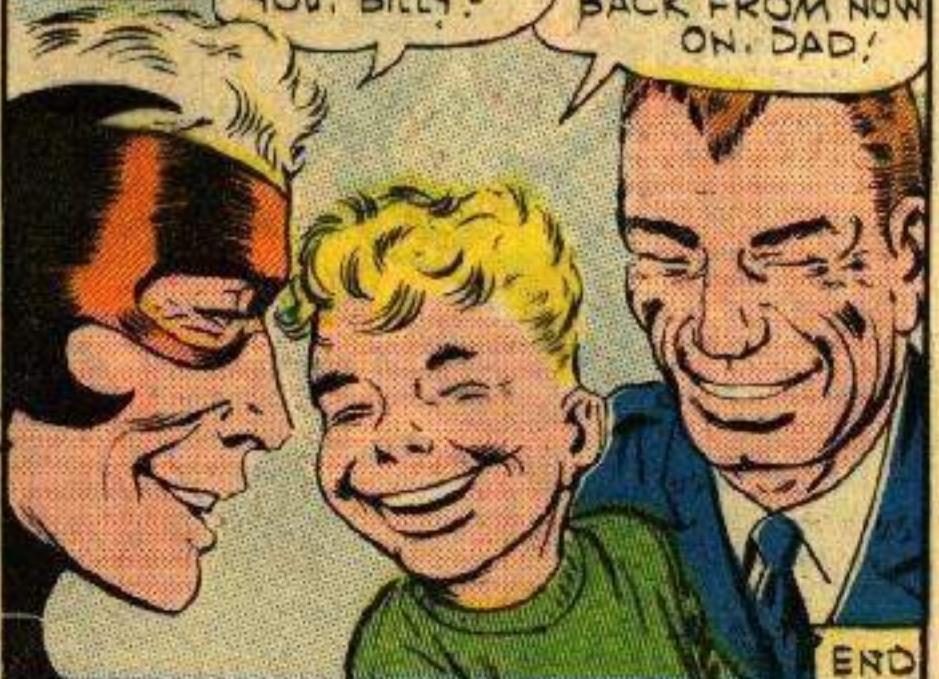


A FEW MOMENTS LATER... TELL HIM,
CAPTAIN ATOM!
TELL HIM YOU SAW
ME IN OUTER SPACE
WITH LOGA!



HE TOLD THE TRUTH, GUNNER!
BILLY HAS STRANGE
FRIENDS... GOOD FRIENDS...
OUT THERE! HE WON'T
TAKE SUCH LONG TRIPS
IN THE FUTURE, WILL
YOU, BILLY?

NO, SIR,
CAPTAIN
ATOM! I
PROMISE...
JUST OUT PAST
THE SUN AND
BACK FROM NOW
ON, DAD!



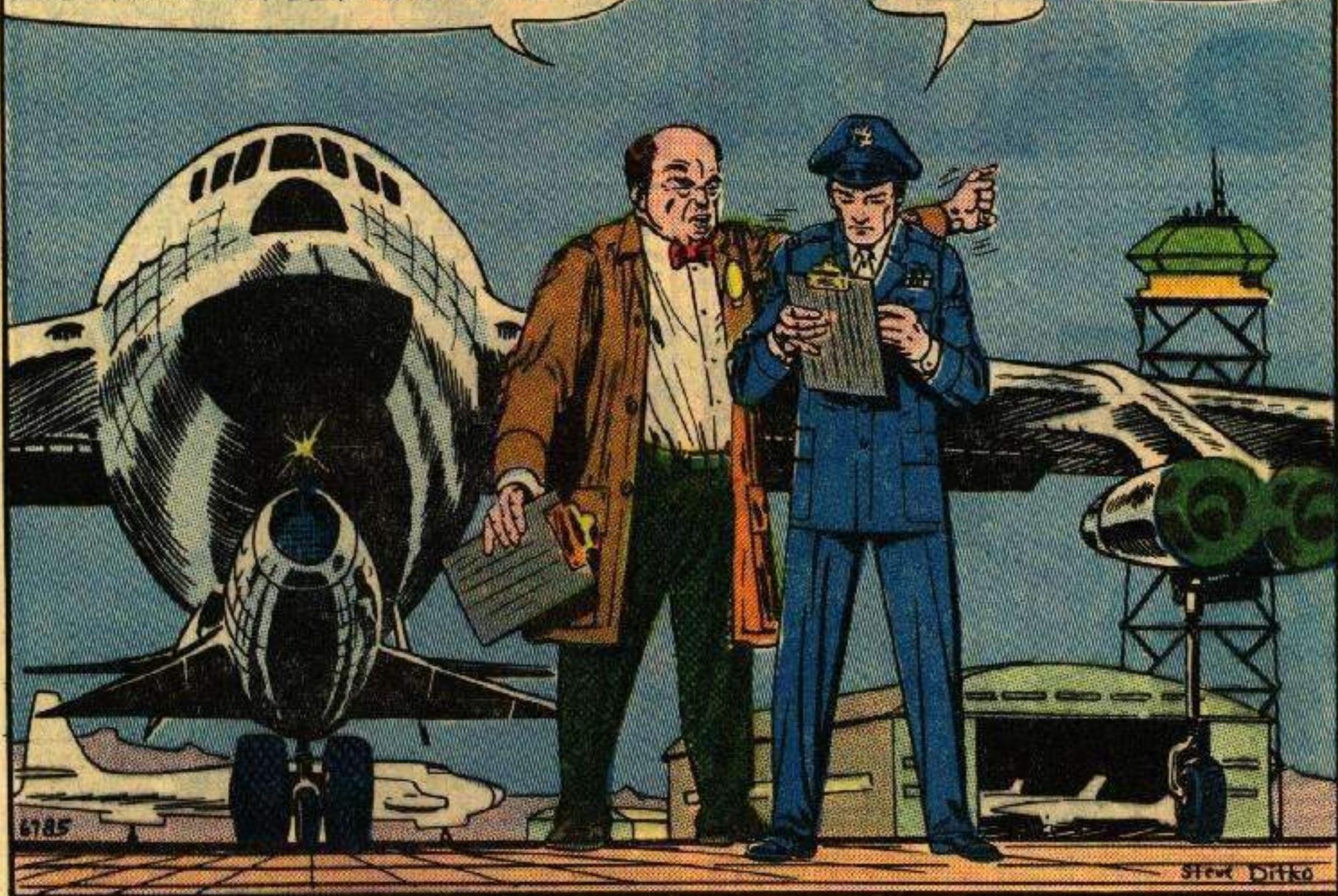
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CAPTAIN ATOM in TEST-PILOT'S NIGHTMARE

THE SLEEK BUT BLUNT-NOSED X-49 NESTLED SNUGLY AGAINST THE BELLY OF THE MOTHER-SHIP, A MODIFIED B-52...AT TAKE-OFF, CAPTAIN ADAM, U.S.A.F. ROCKET EXPERT, ACE TEST-PILOT AND TROUBLE-SHOOTER, WOULD BE ABOARD! HIS APPEARANCE AT THE DESERT AIR BASE WAS AS PUZZLING AS HIS REASON FOR BEING THERE! FOR HE'D BEEN TALKING BY PHONE FROM CANAVERAL IN FLORIDA TO THE CHIEF DESIGNING ENGINEER ONLY MOMENTS BEFORE...

CAPTAIN ADAM, YOU'VE LIED TO ME! YOU SAID YOU CALLED FROM CAPE KENNEDY...MORE THAN TWO THOUSAND MILES AWAY...THREE MINUTES AGO!

DR. HARGUS, THAT'S NOT IMPORTANT NOW! WHAT IS IMPORTANT IS THE OXYGEN SUPPLY PUMP YOU'VE PROVIDED IN THE EXPERIMENTAL PLANE!



IT WILL WORK! MAJOR SILBERLING, THE TEST-PILOT, ALREADY HAS FLOWN WITH THE GEAR IN AN F-105!

IT WORKED AT SPEEDS UP TO 2100 MILES PER HOUR! BUT AT 18,000 MILES PER HOUR, IT WILL FAIL! I'M GOING UP WITH YOU WHEN YOU LAUNCH!



DR. HARGUS TRIED TO PREVENT CAPT. ADAM FROM FLYING THAT MORNING -- HE CALLED A FOUR STAR GENERAL...

DOCTOR HARGUS,
I'VE JUST RECEIVED
INSTRUCTIONS FROM
THE WHITE HOUSE!
CAPTAIN ADAM WILL
ACCOMPANY YOU AND
YOU WILL LISTEN TO
ANY SUGGESTION HE
MAKES...AND ACT ON IT!
YOU UNDERSTAND?

TAKE-OFF TIME, 1010...



ACCELERATED
TO 9,000 MPH
ON FIRST ROCKET
STAGE! CUT-
TING IN
SECOND
STAGE!

14,000 MPH ON SECOND
STAGE! THIRD STAGE
WILL BOOST ME TO
18,000 MPH... CRUISE
FOR TWO HOURS AT
THAT SPEED. CHECK?

THAT IS CORRECT,
MAJOR! NOW,
BEGIN YOUR
INSTRUMENT
CHECK!

DR. HARGUS, THE MAJOR IS
SUFFERING FROM ANOXIA
ALREADY! WARN HIM
NOT TO USE HIS THIRD
STAGE! REQUEST HE
RETURN TO BASE!

YOU'RE A
CRANK, ADAM!
STOP ANNOYING
ME. I'VE GOT
WORK TO DO!

MEANWHILE, IN X-49...

*HE FLIES THROUGH
THE AIR, WITH THE
GREATEST OF EASE...

WHAT'S WRONG
WITH SILBERLING?
THIS IS NO TIME
FOR JOKES!

HE'S DYING, THAT'S
WHAT'S WRONG! DYING
FOR OXYGEN!

*ONE OF THE SYMPTOMS OF ANOXIA, LACK OF
OXYGEN, IS A EUPHORIC FEELING SIMILAR TO
THAT EXPERIENCED BY ONE UNDER ALCOHOLIC
INFLUENCE.

CAPT. ADAM WENT QUICKLY... SECONDS WERE
VITAL... FROM THE PRESSURIZED AREA TO A
HATCHWAY! HE HAD NO PARACHUTE... BUT HE
DIDN'T NEED ONE...

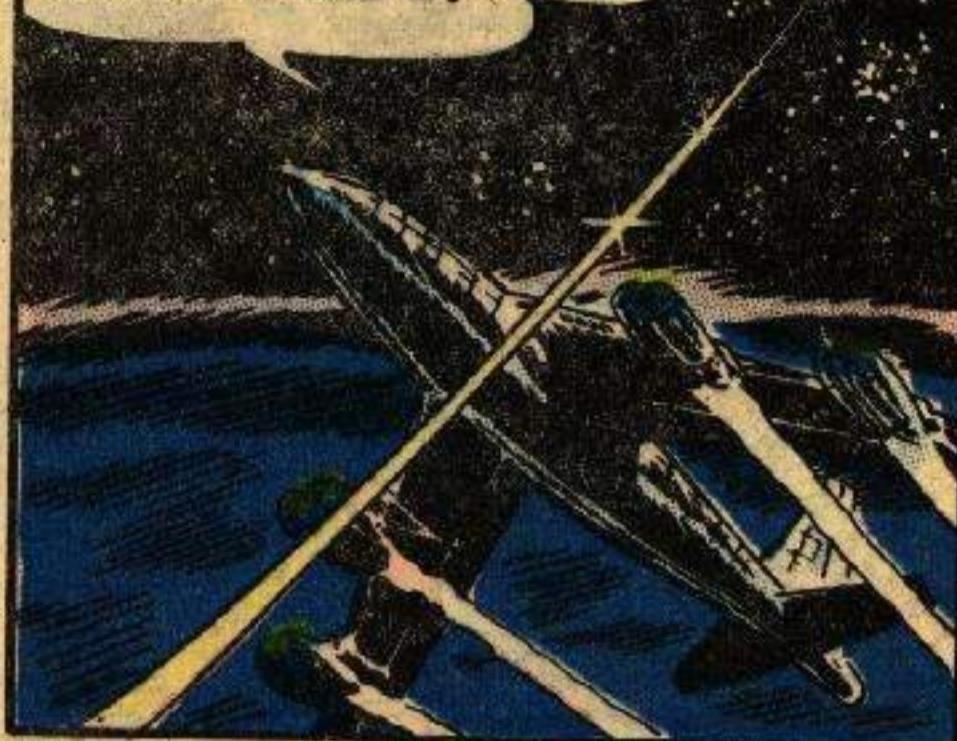
CAPTAIN ADAM HAD TO WORK FAST...HE QUICKLY CHANGED FROM THE AIR FORCE UNIFORMED MAN SUBJECT TO HEAT AND COLD AND GRAVITY...TO THE BEING HE'D BECOME SO LONG BEFORE AT CAPE CANAVERAL WHEN A HYDROGEN WARHEAD HAD DEMOLISHED HIM...AND, THROUGH AN UNEXPLAINED METAMORPHOSIS, HE'D BEEN ABLE TO REFORM AS MAN AGAIN...RETAINING HIS NEWLY-ACQUIRED INVULNERABILITY TO THE ELEMENTS...IN SHORT, ABLE, AT WILL, TO BECOME...CAPTAIN ATOM...



CAPTAIN ATOM WAS IN SPACE... FEELING NO DISCOMFORT, NO OXYGEN LACK...
THE OXYGEN PUMP FAILED BECAUSE OF THE FINE OIL VAPORIZING WHEN SUBJECT TO NEGATIVE PRESSURE IN SPACE!



IT LOOKS LIKE A...NO, IT'S A ROCKET! IT MUST BE ONE OF OUR SUPER-HIGH-SPEED TESTING ROCKETS!



I'M OVERTAKING HIM...
HIS SPEED IS 18000
MILES PER HOUR,
MINE IS 23,000! HE'S
GOT TO BE ALIVE!



SHOULD'A JOINED THE ARMY!
FLYIN' IS FOR THE
BIRDS! HA, HA, HA!
HE'S GOT
SECONDS
TO LIVE!



I'M LUCKY I STUDIED THE DESIGN OF THE X-49! I KNOW EXACTLY WHERE THE BEARING IS LOCATED! GOT IT! IT'S DRY... BARELY TURNING!



SOME HEAVY GREASE WHICH WON'T VAPORIZES SHOULD DO IT! GOT SOME FROM THE MAIN BEARING GREASE CUP! THERE!



IN A SPLIT SECOND THE DRY BEARING WAS RUNNING FREE ONCE MORE! LIFE-GIVING OXYGEN WAS REACHING MAJOR SILBERLING, AND HE WAS ALERT AND CAPABLE...

INSTRUMENT READING AS REQUESTED, DOCTOR, ALTITUDE FOUR HUNDRED AND TEN THOUSAND FEET...



SILBERLING SAW ME... IN HIS STUPOR! BUT HE WOULDN'T RECOGNIZE ME...



LATER...

HOW WAS THE FLIGHT, MAJOR? ANY TROUBLES?



NO, EXCEPT FOR A DRY BEARING IN THE OXYGEN PUMP! IT'LL HAVE TO BE REDESIGNED! OH, YEAH, I HAD A SPACE DREAM FOR A SECOND UP THERE... THOUGHT I SAW A MAN IN A ODD OUTFIT! FUNNY HOW THE HUMAN MIND WORKS THAT FAR UP, EH, CAPTAIN?



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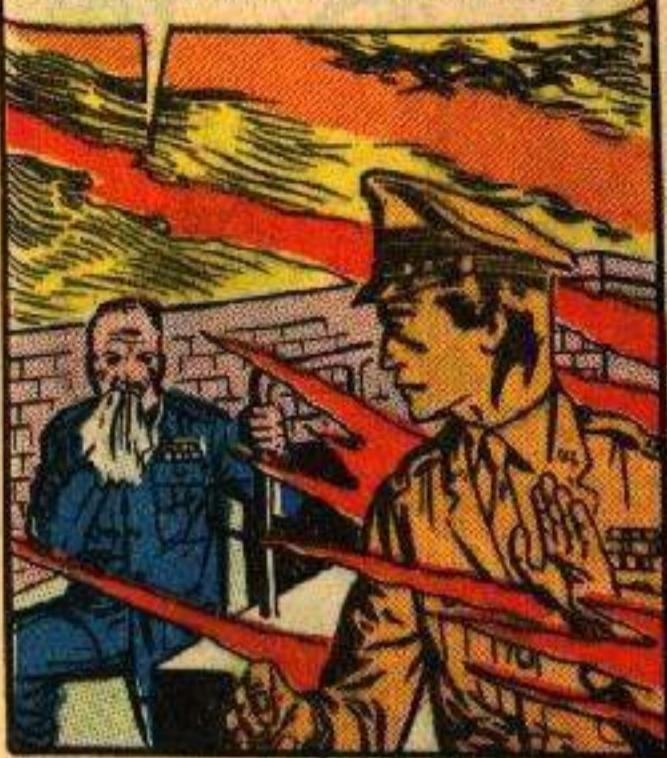


THE ATLAS-THOR-ABLE XIV WAS PRE-SET TO ORBIT VENUS... MOUNTED IN THE NOSE CONE WERE COLOR CAMERAS... AT LAST, EARTH WAS TO LEARN THE REAL FACTS ABOUT THE SPHERE SO LONG GLORIFIED BY POETS AND NOVELISTS! CAPTAIN ADAM, U.S. AIR FORCE EXPERT ON ASTROPHYSICS, BALLISTIC MISSILES, ASTROGATION AND RELATED SUBJECTS WAS ONE OF THE OBSERVERS AS COUNT-DOWN WAS COMPLETED...

A
VICTORY
FOR VENUS



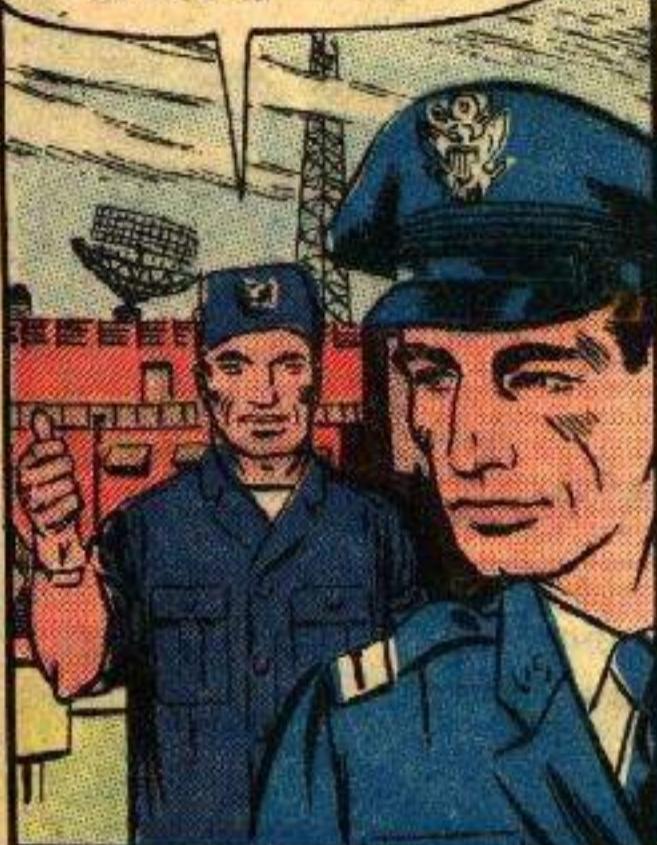
CAPTAIN, YOU WILL BE COURT-MARTIALED FOR THIS FOOLHARDY EXHIBITION! WHAT ARE YOU (COUGH, COUGH) DOING HERE ANYHOW? WHAT'S YOUR JOB?



I AM THE SPECIAL OBSERVER FOR THE PRESIDENT, GENERAL NICHOLAS! AND, I ASSURE YOU, SIR, I WAS SAFE FROM THE HEAT AND FUMES! HAAARUMPH! VERY WELL, CAPTAIN! IN THAT CASE, I...



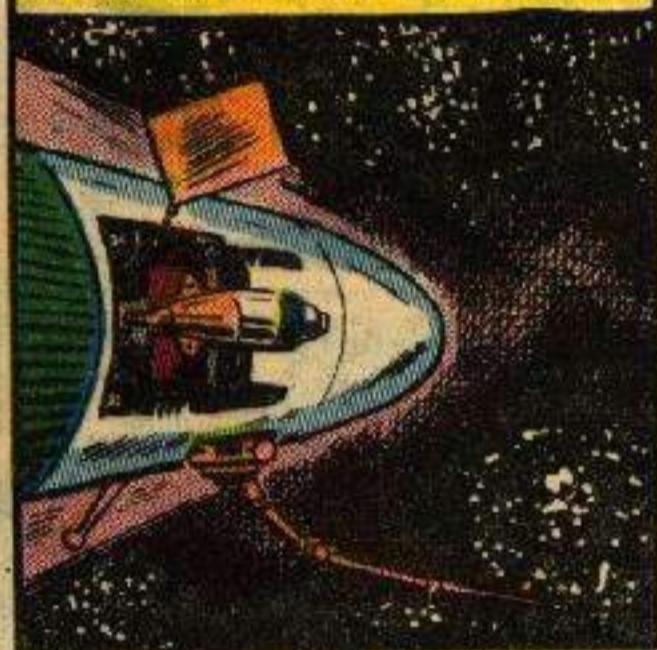
CAPTAIN, THE TELEVISION CAMERAS ARE OPERATING ALREADY!



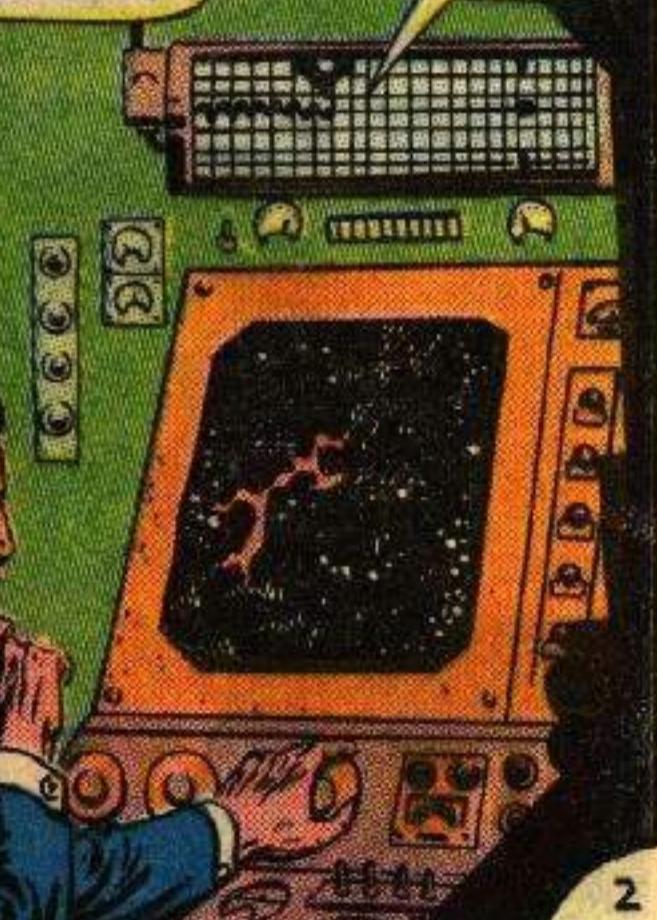
THE MISSILE WAS FAR OUT A FEW HOURS LATER... TRAVELING AT 35,000 M.P.H., ON THE PRECISE PATH NECESSARY TO REACH VENUS...



...WITH MODERNISTIC TELEVISION CAMERAS WORKING...



INSTRUMENTS SAY IT'S NEARING VENUS, CAPTAIN! SEE THE PLANET YET? ANY MINUTE NOW, GUNNER!



TOO BAD GUNNER WENT OUT TO
CHECK THE SENTRIES! HE'S
MISSING MAN'S FIRST LOOK
AT VENUS!

NO ONE IN THE WORLD EXCEPT
ME HAS SEEN IT THIS WAY! THIS
IS THE ONLY TV CIRCUIT
TUNED TO THIS FREQUENCY!
I ALONE IN ALL...

WHAT IN TH...?

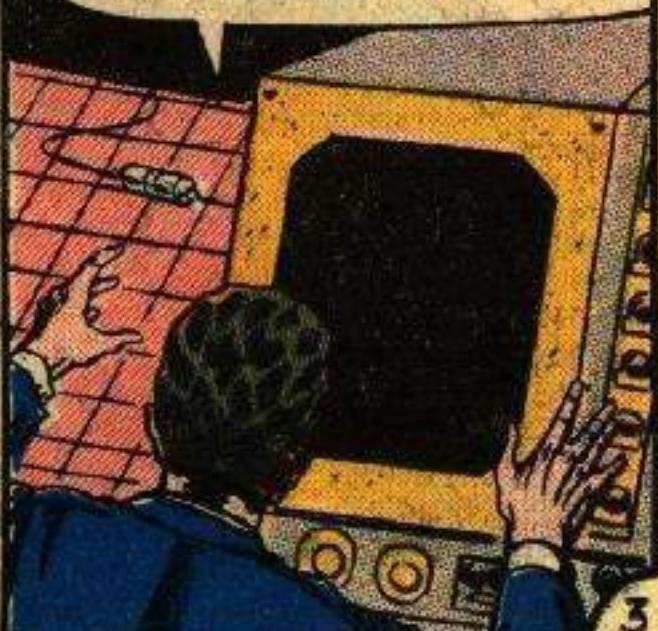
IT'S A GIRL! A
VENUTIAN!



I WONDERED
IF THERE MIGHT
BE PRIMITIVE
LIFE ON VENUS!
I NEVER
DREAMED
THERE'D BE
HIGHLY CIV-
ILIZED,
ATTRACTIVE
CREATURES
LIKE HER!



AND, THEN... THE SET WENT
DARK...
THE PICTURE'S GONE!
SOMETHING WENT WRONG!



IT WAS TIME FOR ACTION... CAPTAIN ADAM BEGAN CHANGING TO CAPTAIN ATOM, SPACE TRAVELER...

WHAT'S WRONG, CAPTAIN? YOU GOING OUT THERE?

I MUST, GUNNER! I BELIEVE OUR TV CAMERA HAS BEEN SABOTAGED!



AND YOU SHOULD'VE SEEN THE SABOTEUR!



LOVELY OR NOT, THOSE CREATURES DAMAGED OUR EQUIPMENT! IT WAS A HOSTILE ACT... AND I CAN EXPECT MORE HOSTILITY WHEN THEY SEE ME!

I'M TRAVELING AT 100,000 M.P.H.! I'D BETTER ACCELERATE OR THAT VENUTIAN MIGHT ESCAPE!

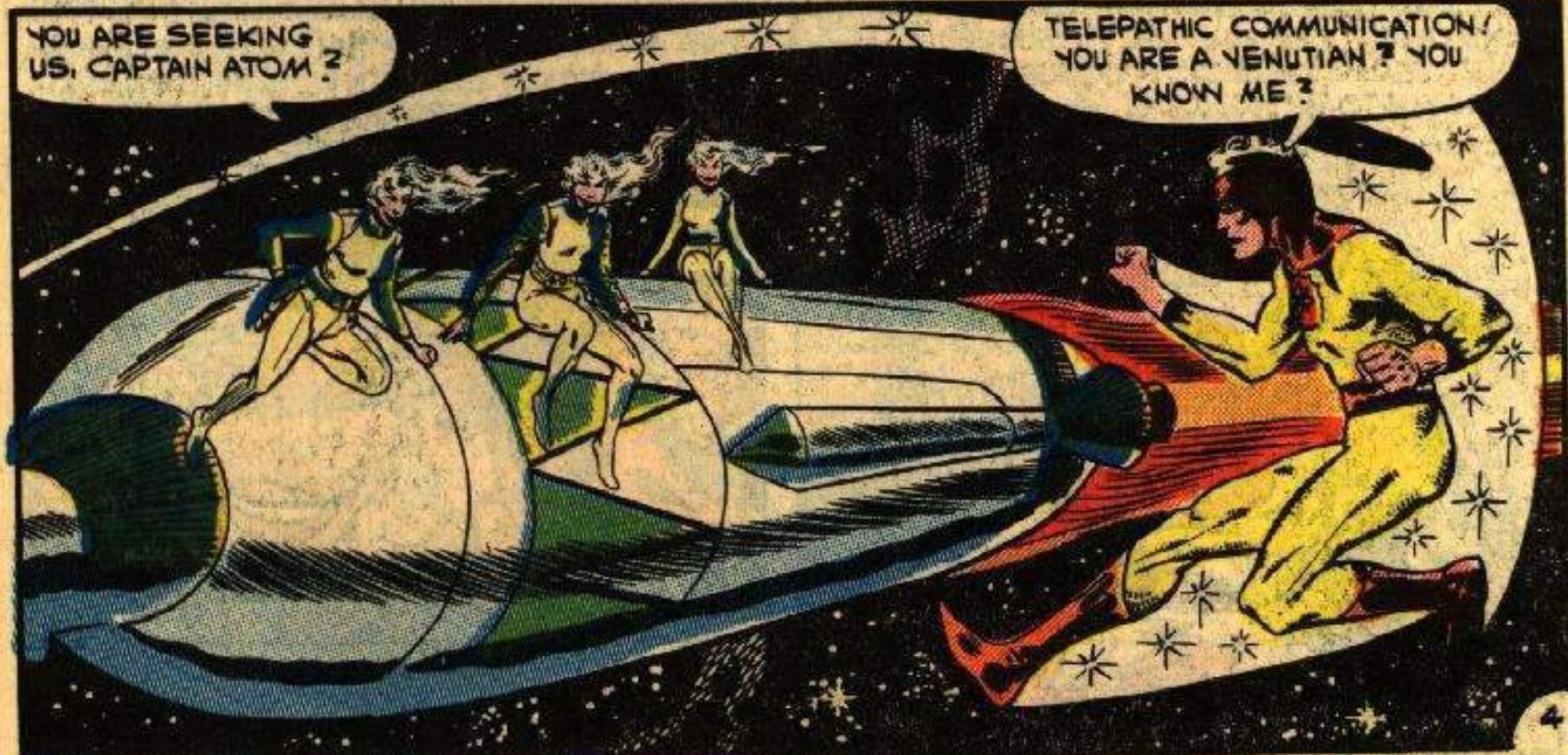


I WAS AFRAID SHE'D DISAPPEAR. I'LL NEVER SEE HER AGAIN!



YOU ARE SEEKING US, CAPTAIN ATOM?

TELEPATHIC COMMUNICATION! YOU ARE A VENUTIAN? YOU KNOW ME?

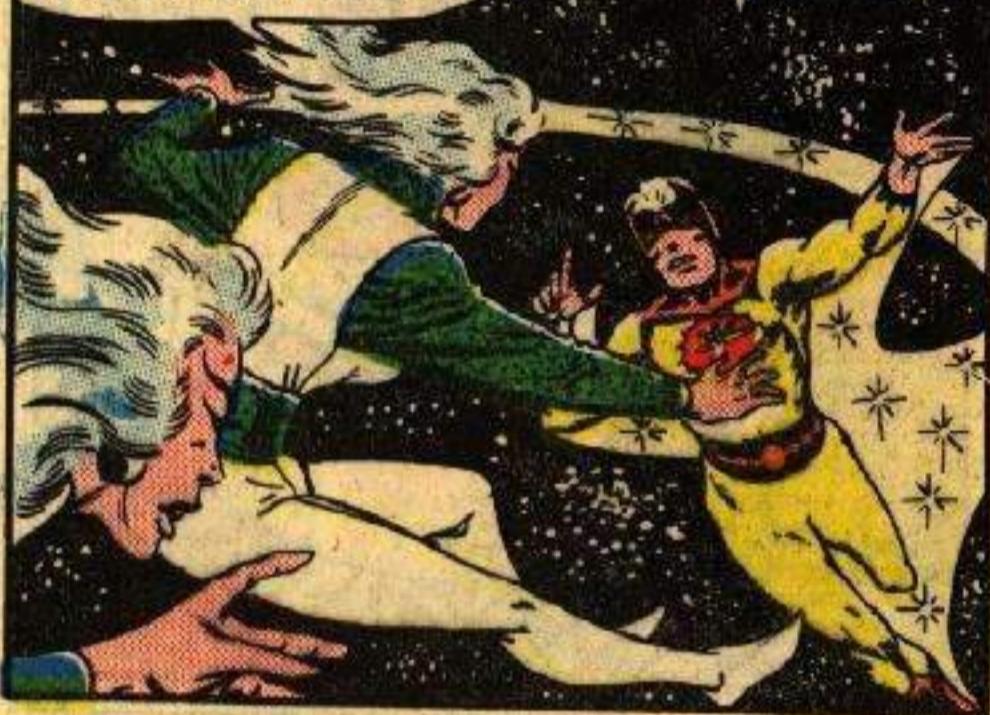


WE TOO TRAVEL IN SPACE,
BRAVE EARTHLING! YOU
HAVE BEEN OBSERVED
PROWLING AMONG THE
GALAXIES, CAPTAIN! WE
NEVER INTERFERED...

YOU DAMAGED OUR
TELEVISION CAP-
SULE! I INTEND TO
REPAIR IT...

THE MECHANISM WILL NOT
BE REPAIRED, CAPTAIN
ATOM! IF YOU STRUGGLE,
YOU WILL NOT WIN!

I'VE GOT POWERS
THAT WOULD DESTROY
YOU, CREATURE OF
VENUS! MOVE
ASIDE!



FOR THE BRIEF SECOND LEFT IN WHICH TO DECIDE,
CAPTAIN ATOM HESITATED...AND, IN THAT INSTANT,
THE VENUTIAN WEAPONS CAME INTO PLAY...

WE WARNED YOU,
CAPTAIN!

THEN...IT WAS OVER! CAPTAIN ATOM FLOATED
INERT...DOOMED UNTIL THE VENUTIAN WOMAN-
WARRIORS USED THEIR OWN METHOD TO
RETURN HIM TO EARTH...

YOU WILL RETURN TO
US, CAPTAIN! SOON!
AND YOU WILL COME
AS A FRIEND...



COME QUICK, CAPTAIN! THE TV SCREEN IS
ALIVE... SOME DAME'S ON THERE...
TELLIN' ME TO BRING YOU!



THIS IS FAREWELL, CAPTAIN! YOUR MECHANISM
WILL BE TOTALLY DESTROYED...BUT IT SERVED
THE PURPOSE OF BRINGING YOU TO US! COME
ONCE MORE... ALL OF US WILL BE WAITING!



THEN, THE PICTURE WAS GONE... BUT CAPTAIN
ATOM KNEW HE'D SEE THAT LOVELY FACE
AGAIN... ONE DAY!

END